

## PETITION

OF THE

## PRESIDENT AND SECRETARY

OF THE

## DUBUQUE AND PACIFIC RAILROAD COMPANY,

PRAYING

*That the company may not be divested of the title to lands upon which persons have settled, and compelled to take other lands in lieu of them.*

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MAY 19, 1860.—Motion to print referred to the Committee on Printing.

MAY 22, 1860.—Report in favor of printing the usual number, submitted, considered, and agreed to.

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### THE PETITION OF THE DUBUQUE AND PACIFIC RAILROAD COMPANY.

*To the honorable the Senate and House of Representatives of the United States of America in Congress assembled:*

Your petitioners respectfully represent and state, that on the 15th of May, 1856, Congress granted certain lands in the State of Iowa to said State, to aid in the construction of a railroad from Dubuque to Sioux City; and on the 14th of July of that year said lands were granted by the State to your petitioners. (See page 15 of the printed documents hereto annexed.)

That by the tenth and eleventh sections (Documents, p. 17) of said act of the general assembly of the State of Iowa, the claims of all persons settled on said lands at the time of making said grant by Congress were fully protected; the claimants being authorized by virtue of said act to purchase the lands so settled upon at the rate of two dollars and fifty cents an acre.

That a litigation has been pending between your petitioners and Edwin C. Litchfield, in the Supreme Court of the United States, for the purpose of testing the question whether a certain act making a grant of lands to aid in the improvement of the navigation of the Des Moines river included lands above the Raccoon fork of said Des Moines river; which litigation has recently been decided by said court in favor of your petitioners.

Your petitioners further represent that the interest of all settlers on said lands will be carefully guarded and looked after by your petitioners; and that in every instance where there was a settler upon the lands granted to this company, whether within the limits of said Des Moines river lands, or otherwise, a full opportunity has been given, and will continue to be given, for such settler to purchase the land so settled upon, at the rate of two dollars and fifty cents an acre.

But your petitioners are informed that a movement is now on foot to procure the passage of a bill through Congress, by which your petitioners will be divested of the title, and compelled to take lands in lieu of those thus settled upon, on the supposition that your petitioners and other railroad companies interested in like questions are not willing to protect the rights of such settlers.

It will be seen by reference to the opinion of Attorney General Black, delivered 7th June, 1856, (see pages 20 and 21 of printed pamphlet herewith submitted,) that the title of all vacant lands within six miles of the railroad vest immediately on the location of the road. If it is admitted that Congress may divest lands which have vested in fee simple some three or four years ago, why not, with equal propriety, divest the title to any lands sold or vested fifty years ago, and compel the parties to take other lands in lieu thereof? The rights to do so would be equally strong in each case.

Your petitioners further represent that the general assembly of the State of Iowa are abundantly competent to pass all necessary legislation to protect the rights of their own citizens, as will be seen by reference to the provisions of the act above referred to.

Your petitioners verily believe that the outside parties who have solicited Congress to pass the bill above referred to, have it as their object the promotion of speculation, instead of the protection of actual settlers.

Your petitioners therefore pray that you will not pass the bill above referred to.

[L. s.]

C. H. BOOTH,

*President pro tem.*

JAMES M. MCKINLAY,

*Secretary.*

# DOCUMENTS OF THE DUBUQUE AND PACIFIC RAILROAD COMPANY.

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## OFFICERS.

J. P. Farley, *President*.  
Platt Smith, *Vice-President and Attorney*.  
C. H. Booth, *Treasurer*.  
H. P. Leach, *Secretary*.  
James M. McKinlay, *Assistant Attorney and Land Agent*.

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## DIRECTORS.

J. P. Farley, Iowa.	Bernhart Henn, Iowa.
George W. Jones, Iowa.	Platt Smith, Iowa.
C. H. Booth, Iowa.	Edward Cooper, New York.
Charles Gregoire, Iowa.	Geo. C. Stearns, New York.
E. S. Forris, Iowa.	Wm. H. Gebhardt, New York.
J. H. Emerson, Iowa.	Thos. G. Walker, New York.
J. M. Redmond, Iowa.	

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## TRUSTEES.

Abram S. Hewitt, New York.  
Thomas E. Walker, New York.  
Frederick Schuchardt, New York.  
C. B. Raymond, Boston.

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## LAND AGENTS APPOINTED BY THE GOVERNOR UNDER THE ACT OF CONGRESS.

Hon. Bernhart Henn, Fairfield, Iowa.  
William A. Warren, Esq., Bellvue, Iowa.

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D. H. Dotterer, *Superintendent*.  
B. B. Povost, *Chief Engineer*.

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## ARTICLES OF INCORPORATION OF THE DUBUQUE AND PACIFIC RAILROAD COMPANY.

[Entered into according to the provisions of the Code of Iowa, page 108.]

At an election of the stockholders of the Dubuque and Pacific Railroad Company, held at the office of the company on the 24th day of November, A. D. 1856, in pursuance of four weeks' previous notice duly given, the articles of incorporation of this company were amended and revised so as to read as follows, to wit:

## ARTICLE 1.

L. H. Langworthy, H. W. Sanford, Platt Smith, J. J. Dyer, J. P. Farley, R. B. Mason, F. V. Goodrich, Robert C. Waples, M. Mobley, G. R. West, Asa Horr, F. S. Jesup, Edward Stimson, George W. Jones, Robert Waller, Robert Schuyler, and their associates, and all such persons as shall hereafter become stockholders in the company hereby incorporated, hereby form themselves into a body corporate, under the name and style of the Dubuque and Pacific Railroad Company, for the purpose of building a railroad from some point in the city of Dubuque, thence westerly on the best route towards the Pacific ocean.

## ARTICLE 2.

Said company shall have full power to sue and be sued; to buy and sell real and personal property; to adopt a seal; to make contracts of all kinds for the purpose of building the road and conducting the affairs thereof; to establish by-laws and regulations for the government of the company, not inconsistent with the laws of the State.

## ARTICLE 3.

This corporation shall commence on the 28th day of April, A. D. 1853, and continue for fifty years, with the right of renewal.

The capitol stock shall be fifteen millions of dollars, and shall be divided into shares of one hundred dollars each.

## ARTICLE 4.

The officers of the company shall consist of thirteen directors, who shall have the management of the affairs of the company, a majority of whom shall form a quorum, and may be represented either in person or by proxy.

## ARTICLE 5.

An election for thirteen directors shall be held on the first Monday of June, A. D. 1857, seven of whom shall hold their offices for two years, and the other six for one year, and until their successors are elected and qualified. And annually thereafter an election shall be held, first for six directors, and then for seven alternately, who shall hold their offices for two years, and until their successors are elected and qualified.

## ARTICLE 6.

The thirteen directors elected in 1857 shall determine by lot who shall go out, and who remain over.

## ARTICLE 7.

The directors shall elect from their number a president, and shall elect some suitable person for treasurer, who shall give security in a sum not less than two hundred thousand dollars, for the faithful discharge of his duties: he shall hold office during the pleasure of the board.

## ARTICLE 8.

The directors shall also appoint a secretary, an attorney, a chief engineer, and such other officers and agents as they from time to time may deem necessary, who shall hold their offices during the pleasure of the board.

## ARTICLE 9.

The board of directors may appoint an executive committee, who shall possess such powers as shall be delegated to them by the order making the appointment, which appointment or order may be revoked by the board at any time.

## ARTICLE 10.

The president or any director may be removed from office by a two-thirds vote of all the directors.

## ARTICLE 11.

The board of directors shall have full power to issue bonds or other evidences of indebtedness, bearing such rate of interest, not to exceed ten per cent., as they may see proper, and to sell the same for such price as they may deem advisable. To indorse any bonds or other obligations which may be issued for the purpose of assisting in the construction of said road, or any of its branches, by any county or

town, or by any companies or individuals in this or any other State: *Provided*, That the indebtedness and liability of said company shall not exceed at any one time the sum of ten millions of dollars, unless that said company shall hereafter be authorized by law to create a liability exceeding that sum, in which case the liability shall not exceed the sum prescribed by such law.

## ARTICLE 12.

Transfers of shares may be made under any such rules as may be prescribed by the by-laws.

## ARTICLE 13.

The stock divisions, as prescribed in Article 13 of the original articles shall be, and the same are hereby, abrogated.

The several divisions are hereby consolidated.

## ARTICLE 14.

Four weeks' notice shall be given of each annual election, after the first day of June, A. D. 1856, in some newspaper published at Dubuque, and one in New York city; which notice must be signed by the secretary.

## ARTICLE 15.

The directors may call meetings of the stockholders when they think proper, and shall do so when requested by one third in value of the stockholders; and a majority in value shall be necessary to the election of directors, the alteration of any of the articles of incorporation, or any other business requiring a vote of the stockholders, and four weeks' notice, as aforesaid, shall be given of any such meeting.

## ARTICLE 16.

The said board of directors shall have full power to pledge the said road, its branches, or any of the property of the company, as security for money borrowed, or to secure the performance of any lawful contract or engagement of the company.

## ARTICLE 17.

The private property of the individual stockholders shall be exempt from the payment of corporate debts.

## ARTICLE 18.

The directors shall have full power to make any connection that they may deem expedient with any other road in Iowa or any other State, and may either build or assist in building any branch or branches that may be deemed advisable.

## ARTICLE 19.

Payment of subscriptions to stock shall be called for by installments, as the board of directors may in their by-laws require. But payments on individual subscriptions shall not be called for oftener than once in a month, and not to exceed the rate of five per cent. per month.

## ARTICLE 20.

Full paid stock of the first division shall draw interest at the rate of ten per cent. per annum, until the completion of said division; said interest to be paid in stock certificates, and all arrearages not paid as the same shall be called for, shall draw interest, to be paid to the company by such delinquent stockholders in cash, at the rate of ten per cent. per annum.

## ARTICLE 21.

Any person may become a member of this company by taking one share of capital stock, and no person shall be elected a director of said company unless he is a holder of such share or shares. Seven of the directors must be and remain residents of Iowa.

A removal from the State shall work a forfeiture of the office.

## ARTICLE 22.

The board of directors may fill any vacancy that may exist in their body at any time.

## ARTICLE 23.

The foregoing articles are hereby declared to be the articles of incorporation of the Dubuque and Pacific Railroad Company, as revised and amended this 24th day of November, A. D. 1856. And all articles and parts of articles heretofore existing which conflict with the foregoing, are hereby abrogated, saving and reserving all rights and contracts existing under said abrogated articles.

The subscribers to the original articles were

J. P. FARLEY,  
F. V. GOODRICH,  
R. C. WAPLES,  
H. W. SANFORD,  
R. B. MASON,  
JAMES BURT,  
L. H. LANGWORTHY,  
G. R. WEST,  
PLATT SMITH,  
BEN M. SAMUELS,  
FRED. S. JESUP,  
EDWARD STIMSON.

OFFICE OF THE DUBUQUE AND PACIFIC RAILROAD COMPANY,  
*Dubuque, November 24, 1856.*

It is hereby certified that the above are the articles of incorporation of the Dubuque and Pacific Railroad Company, as revised and amended by the stockholders of this company, at an election held, in pursuance to notice duly given, on the 24th day of November, A. D. 1856.

J. P. FARLEY,  
*President.*

Attest:  
 [L. s.] H. P. LEECH,  
*Secretary.*

The original articles were filed for record May 19, 1853, at 9 o'clock, a. m. Recorded in Book No. 1 of Incorporations, pages 11, 12, 13, 14, and 15.

MICHAEL O'BRIEN,  
*Recorder.*

STATE OF IOWA, *Dubuque County:*

I hereby certify that the articles of incorporation of the Dubuque and Pacific Railroad Company, as amended on the 24th day of November, 1856, were filed for record on the third day of December, A. D. 1856, and recorded in Book of Incorporation, pages 104 to 107.

MICHAEL O'BRIEN,  
*Recorder of Dubuque County.*  
 By S. BRODTBECK.

OFFICE OF SECRETARY OF STATE,  
*Iowa City, January 16, 1857.*

I certify the foregoing to be a true copy of the articles of incorporation of the Dubuque and Pacific Railroad Company, as amended and revised by said company, and filed in my office December 13, 1856.

[L. s.] In testimony whereof, I have hereunto set my hand and affixed the great seal of the State of Iowa.

ELIJAH SELLS,  
*Secretary of State.*

[Affidavits of publication.]

#### DUBUQUE AND PACIFIC RAILROAD INCORPORATION.

Notice is hereby given that on the 28th day of April, A. D. 1853, Lucius H. Langworthy, H. W. Sanford, Platt Smith, John J. Dyer, J. P. Farley, R. B. Mason, F. V. Goodrich, Robert C. Waples, M. Mobley, G. R. West, Asa Horr, F. S. Jesup, Edward Stimson, Geo. W. Jones, Robert Waller, Robert Schuyler, and others, have associated themselves together for fifty years as an incorporated company, ac-

cording to the provisions of chapter 48 of the Code of Iowa, by the corporate name of "The Dubuque and Ohio Railroad Company," for the purpose of constructing and operating a railroad commencing at some point in the city of Dubuque and running thence westerly on the best route towards the Pacific ocean, with a capital stock of ten millions of dollars, divided into shares of one hundred dollars each, to be paid in installments, as the board of directors may in their by-laws require, but not exceeding the rate of five per cent. a month.

By the articles of incorporation the private property of the individual stockholders is exempt from the payment of the corporate debts of the company. And the highest amount of indebtedness or liability to which the corporation can subject itself is fixed at the sum of five millions of dollars. The principal place of business of said corporation is in the city of Dubuque.

The officers of the corporation are, a president, treasurer, secretary, and nine directors, who hold their offices until the 1st day of June, A. D. 1856, and to be chosen annually on the 1st day of June thereafter. The president and treasurer are to be chosen from the board of directors, and said board are empowered to appoint as many engineers, attorneys, or agents as they may deem expedient.

J. P. FARLEY,  
*President.*

DUBUQUE, *June 22, 1853.*

STATE OF IOWA, *Dubuque County:*

I, Alonzo P. Wood, on oath say that I was the publisher of the *Weekly Dubuque Tribune* during the year 1853; that the said *Weekly Dubuque Tribune* was a newspaper published in the city of Dubuque, Iowa, and that in the issues of said paper of dates 29th June, 1853, 6th, 13th, 20th, and 27th July, 1853, an advertisement was published of which the annexed is a copy.

A. P. WOOD.

Sworn to and subscribed before me by said Alonzo P. Wood, this 29th day of June, 1857.

[SEAL.] In witness whereof, I hereto sign my name and affix my notarial seal.

JAMES M. MCKINLAY,  
*Notary Public of Iowa, in and for Dubuque County.*

#### RAILROAD NOTICE.

Notice is hereby given that there will be a meeting of the stockholders of the Dubuque and Pacific Railroad Company, at the office of the company, in the city of Dubuque, Iowa, on the third Monday in May next, at two o'clock, p. m., for the purpose of amending the articles of incorporation, among other things, so as to increase the number of the directors to thirteen, and to transact such other business as may legally

be done at a stockholder's meeting. And further notice is hereby given, that, on the first Monday in June next, the annual meeting of the stockholders for the election of directors will be held at the office of the company in said city.

H. P. LEECH, *Secretary.*

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I, Charles O. Vose, clerk of the *Dubuque Tribune*, a newspaper published in the city of Dubuque, and State of Iowa, do solemnly swear that the annexed advertisement was published in said paper four consecutive weeks, the first insertion being on the 16th day of April, 1856, and the last on the 21st day of May, 1856.

C. O. VOSE, *Clerk.*

Subscribed and sworn to before me, this 29th day of June, A. D. 1856. Witness my hand and notarial seal.

[SEAL.]

H. P. LEECH,  
*Notary Public.*

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#### NOTICE.

The Dubuque and Pacific Railroad Company, articles for incorporating which were entered into, according to the Code of Iowa, to commence on the 28th of April, 1853, having its principal place of business in the city of Dubuque, for the purpose of constructing a railroad from some point in the city of Dubuque, thence westerly on the best route towards the Pacific ocean, with a capital stock of ten millions of dollars, installments on which to be made from time to time as the directors may deem expedient; its indebtedness and liability not to exceed five millions of dollars at any one time; the private property of individual stockholders being exempt from the payment of corporate debts, hereby gives notice that a meeting of the stockholders, (four weeks' notice of which had been duly published,) held at the office of the company, on the 19th day of May, A. D. 1856, a majority in value of the stockholders present, and voted in favor of certain amendments to the articles of incorporation of said company, among which was one increasing the number of directors from nine to thirteen. All of which amendments have been filed for record in the office of the recorder of deeds for Dubuque county.

H. P. LEECH,  
*Secretary Dubuque and Pacific Railroad Company.*

DUBUQUE, June 10, 1856.

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I, Charles O. Vose, clerk of the *Dubuque Tribune*, a newspaper published in the city of Dubuque, and State of Iowa, do solemnly swear, that the annexed advertisement was published in said paper four

consecutive weeks, the first insertion being on the 18th day of June, 1856, and the last on the 16th day of July, 1856.

C. O. VOSE, *Clerk.*

Subscribed and sworn to before me, this 29th day of June, A. D. 1857.  
Witness my hand and notarial seal.

[SEAL.]

H. P. LEECH,  
*Notary Public.*

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### NOTICE TO STOCKHOLDERS.

The stockholders in the Dubuque and Pacific Railroad Company are hereby notified that a meeting of the stockholders of said company will be held at the office of the company, on Monday, the 24th day of November next, at two o'clock, p. m., for the purpose of altering and amending the articles of incorporation of said company.

J. P. FARLEY,  
*President.*

Attest: H. P. LEECH,  
*Secretary.*

DUBUQUE, *October 22, 1856.*

I, C. O. Vose, clerk of the *Weekly Tribune*, a weekly newspaper published in the city of Dubuque, and State of Iowa, do solemnly swear that the annexed advertisement was published in said paper four consecutive weeks, the first insertion being on the 23d day of October, A. D. 1856, and the last on the 21st day of November, 1856.

C. O. VOSE.

Subscribed and sworn to before me, this 27th day of October, A. D. 1857.

[L. s.]

H. P. LEECH,  
*Notary Public.*

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### Notice.

Notice is hereby given that at a meeting of the stockholders of the Dubuque and Pacific Railroad Company, (four weeks' notice of which had been duly given by publication in the *Dubuque Weekly Tribune*), held at the office of the company on the 24th day of November, A. D. 1856, a majority in value of the stockholders were present and voted in favor of certain amendments to the articles of incorporation of said company, among which was one increasing the capital stock to fifteen millions of dollars, and another allowing the company to increase its indebtedness to ten millions of dollars, and another consolidating the several divisions, and another fixing the time for the election of thir-



teen directors on the first Monday of June, A. D. 1857, and annually thereafter the election of the six, and the seven alternately, who are to hold their offices for two years and until their successors are elected and qualified.

All of which amendments have been filed for record in the office of the recorder of deeds for Dubuque county.

H. P. LEECH,

*Secretary Dubuque and Pacific Railroad Company.*

DUBUQUE, December 3, 1856.

I, John Deery, clerk of the *Daily Northwest* office, a public newspaper published in the city of Dubuque, and State of Iowa, do solemnly swear that the annexed advertisement was published in said paper four consecutive weeks, the first insertion being on the 4th day of December, 1856, and the last on the 31st day of January, 1857.

JOHN DEERY.

Subscribed and sworn to before me this 27th day of October, A. D. 1857.

[L. s.]

H. P. LEACH,

*Notary Public.*

#### IOWA LAND BILL.

*A bill making a grant of lands to the State of Iowa, in alternate sections, to aid in the construction of certain railroads in said State.*

SECTION 1. *Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled,* That there be, and is hereby, granted to the State of Iowa, for the purpose of aiding in the construction of railroads from Burlington, on the Mississippi river, to a point on the Missouri river, near the mouth of Platte river; from the city of Davenport, *via* Iowa City and Fort Des Moines to Council Bluffs; from Lyons City, northwesterly to a point of intersection with the main line of the Iowa Central Air-Line railroad, near Maquoketa; thence on said main line, running as near as practicable to the forty-second parallel, across the said State of Iowa to the Missouri river; from the city of Dubuque to a point on the Missouri river, near Sioux City, with a branch from the mouth of the Tete Des Morts, to the nearest point on said road, to be completed as soon as the main road is completed to that point, every alternate section of land, designated by odd numbers, for six sections in width on each side of said roads. But in case it shall appear that the United States have, when the lines or routes of said roads are definitely fixed, sold any sections or any parts thereof, granted as aforesaid, or the right of preëmption has attached to the same, then it shall be lawful for any agent or agents to be appointed by the governor of said State to select, subject to the approval of the Secretary of the Interior, from the lands of the United States nearest to the tiers of sections above specified, so much land in alternate sections or parts of sections as shall be equal to such lands as the United States have sold, or otherwise appropriated, or to

which the rights of preëmption have attached as aforesaid, which lands (thus selected in lieu of those sold and to which preëmption rights have attached as aforesaid, together with the sections and parts of sections by odd numbers as aforesaid, and appropriated as aforesaid) shall be held by the State of Iowa for the use and purpose aforesaid: *Provided*, That the land to be so located shall in no case be further than fifteen miles from the lines of said roads, and selected for and on account of each of said roads: *Provided further*, That the lands hereby granted for and on account of said roads severally shall be exclusively applied in the construction of that road for and on account of which such lands are hereby granted, and shall be disposed of only as the work progresses, and the same shall be applied to no other purpose whatsoever: *And provided further*, That any and all lands heretofore reserved to the United States by any act of Congress, or in any other manner by competent authority, for the purpose of aiding in any objects of internal improvements, or for any other purpose whatsoever, be, and the same are hereby, reserved from the operations of this act, except so far as it may be found necessary to locate the routes of said railroads through such reserved lands, in which case the right of way only shall be granted, subject to the approval of the President of the United States.

SEC. 2. *And be it further enacted*, That the sections and parts of sections of land, which by such grant shall remain to the United States within six miles on each side of said roads, shall not be sold for less than the double minimum price of the public land when sold; nor shall any of said lands become subject to private entry until the same have been first offered at public sale at the increased price.

SEC. 3. *And be it further enacted*, That the said lands hereby granted to the said State shall be subject to the disposal of the legislature thereof for the purposes aforesaid, and no other; and the said railroads shall be and remain public highways for the use of the government of the United States, free from toll or other charge upon the transportation of any property or troops of the United States.

SEC. 4. *And be it further enacted*, That the lands hereby granted to said State shall be disposed of by said State only in manner following: that is to say, that a quantity of land not exceeding one hundred and twenty sections for each of said roads, and included within a continuous length of twenty miles of each of said roads may be sold; and when the governor of said State shall certify to the Secretary of the Interior, that any twenty continuous miles of any of said roads is completed, then another quantity of land hereby granted, not to exceed one hundred and twenty sections for each of said roads having twenty continuous miles completed as aforesaid, and included within a continuous length of twenty miles of each of such roads, may be sold, and so from time to time until said roads are completed; and if any of said roads are not completed within ten years, no further sale shall be made and the lands unsold shall revert to the United States.

SEC. 5. *And be it further enacted*, That the United States mail shall be transported over said roads, under the direction of the Post Office Department, at such price as Congress may by law direct: *Provided*,

That until such price is fixed by law, the Postmaster General shall have the power to determine the same.

APPROVED, May 15, 1856.

## LAWS OF IOWA.

### CHAPTER I.

#### RAILROAD GRANT.

AN ACT to accept of the grant and carry into execution the trust conferred upon the State of Iowa by an act of Congress entitled "An act making a grant of lands to the State of Iowa, in alternate sections, to aid in the construction of railroads in said State," approved May 15, 1856.

SECTION 1. *Be it enacted by the general assembly of the State of Iowa,* That the lands, rights, powers, and privileges granted to and conferred upon the State of Iowa, by an act of Congress entitled "An act making a grant of lands to the State of Iowa, in alternate sections, to aid in the construction of railroads in said State," approved May 15, 1856, be, and the same are hereby, accepted, upon the terms, conditions, and restrictions contained in said act of Congress.

SEC. 2. That so much of the lands, interest, rights, powers, and privileges, as are or may be granted and conferred, in pursuance of the act of Congress aforesaid, to aid in the construction of a railroad from Burlington, on the Mississippi river, to a point on Missouri, near the mouth of Platte river, are hereby disposed of, granted, and conferred upon the Burlington and Missouri River Railroad Company, a body corporate, created and existing under the laws of the State of Iowa.

SEC. 3. That so much of the lands, interest, rights, powers, and privileges as are or may be granted and conferred, in pursuance of the act of Congress aforesaid, to aid in the construction of a railroad from Davenport, *via* Iowa City and Fort Des Moines, to Council Bluffs, are hereby disposed of, granted, and conferred to and upon the Mississippi and Missouri Railroad Company, a body corporate, created and existing under the laws of the State of Iowa.

SEC. 4. That so much of the lands, interest, rights, powers, and privileges as are or may be granted and conferred, in pursuance of the act of Congress aforesaid, to aid in the construction of a railroad from Lyons City, northwesterly, to a point of intersection with the main line of the Iowa Central Air-Line Railroad near Maquoketa, thence on said main line, running as near as practicable to the forty-second parallel, across the said State to the Missouri river, are hereby disposed of, granted, and conferred to and upon the Iowa Central Air-Line Railroad Company, a body corporate, created and existing under the laws of the State of Iowa.

SEC. 5. That so much of the lands, interest, rights, powers, and privileges as are or may be granted and conferred, in pursuance of the act of Congress aforesaid, to aid in the construction of a railroad from the city of Dubuque to a point on the Missouri river at or near Sioux

City, with a branch from the mouth of the Tete Des Morts to the nearest point on said road, to be completed as soon as the main line is completed to that point, are hereby disposed of, granted, and conferred to and upon the Dubuque and Pacific Railroad Company, a body corporate, created and existing under the laws of the State of Iowa.

SEC. 6. The lines and routes of the several roads above described shall be definitely fixed and located on or before the first day of April next, after the passage of this act, and maps or plats, showing such lines and routes, shall be filed in the office of the governor of the State of Iowa, and also in the office of the secretary of state of the State of Iowa. It shall be the duty of the governor, after affixing his official signature, to file such map in the department having the control of the public land, in Washington; such location being considered final only so far as to fix the limit and boundary within which lands may be selected; and if it shall appear that the lands that have been donated by the act of Congress aforesaid, for the construction of the several lines above indicated, cannot be obtained by said companies within the limits and along any part of the lines aforesaid, the governor shall from time to time appoint agents to make such selections as may be authorized or granted by Congress for the lines aforesaid; but the compensation of such agents, and the costs, expenses, and charges attendant upon and occasioned by making such selections, shall be fixed, regulated, paid, and borne by each of said railroad companies, respectively, upon and for its own line.

SEC. 7. The Iowa Central Air-Line Railroad Company shall furnish, equip, and operate the branch of their railroad that will be constructed under this grant, from Lyons City to the point of intersection with the main line of their road near Maquoketa, in the same manner with their main line from the west, and as completely as though the same was a continuation of said main line, and shall never give any preference to the main line of said road, or any part thereof, as defined in their articles of incorporation, by business arrangements, tariff of prices, or otherwise, over the said branch to their railroad.

SEC. 8. The grants aforesaid are made to each of said companies respectively, upon the express condition, that in case either of said railroad companies shall fail to have completed and equipped seventy-five miles of its road within three years from the first day of December next, thirty miles in addition in each year thereafter, for five years, and the remainder of their whole line of road in one year thereafter, or on the first of December, A. D. 1865, then and in that case it shall be competent for the State of Iowa to resume all rights conferred by this act upon the company so failing, and to resume all rights to the lands hereby granted and remaining undisposed of by the company so failing to have the length of road completed in manner and time as aforesaid.

SEC. 9. The roads aforesaid shall be constructed upon a gauge with a width of four feet eight and one half inches, and the iron used in the track shall be of approved quality and pattern, and the said roads shall be completed and finished in a style and of a quality equal to the average of other first class western roads; and when the roads, or any of them, authorized to be constructed by this act, shall be intersected by the roads of any other railroad company now constructed, or here-

after to be constructed, it shall be the duty of such road or roads, receiving the benefit of this act, to furnish all proper and reasonable facilities and to join such other company in making all necessary crossings, turnouts, sidelings, and switches, and other conveniences necessary for the transportation of all freight and passengers over either or any road or roads hereby mutually accommodated, whether said passengers or freight are brought by the roads benefited by this act or any other road or roads now constructed, or which may hereafter be constructed, and at such rates as shall not in any case exceed the regular tariff of charges on such road or roads.

SEC. 10. All persons who at the time said grant was made held valid claims by actual occupation and improvement upon any of the lands embraced in said grant, shall be protected in the same, and entitled to purchase and enter the same upon the terms and conditions hereinafter provided.

SEC. 11. Any person wishing to avail himself of the provisions of this act, shall within three months of the passage thereof, file his application for that purpose with the judge of the county where such lands may be situate, and shall prove to the satisfaction of the said judge that his claim is valid, and that the same existed at the time said grant was made; and upon such proof being made, such judge shall give to the applicant a certificate of the fact, and such certificate shall entitle the holder or his *bona fide* assignee to enter such land at the rate of two dollars and fifty cents per acre: *Provided*, That no person, claimant, or the assignee of a claim, shall be entitled to more than one hundred and sixty acres of land under this act: *And provided further*, That the person asserting a claim, whether as claimant or assignee, shall file his affidavit that he has not either directly or indirectly received the benefits of the provisions of this act. Before any rights shall be acquired under such certificate, a copy of the same, together with the evidence, shall be served on the secretary of the company interested, and such company shall have the right to appeal from the decision of such judge to the district court, in the same manner as appeals are taken from the decisions of justice of the peace, at any time within ninety days after the service of such papers, and the same shall be tried as other appeal cases, and an appeal may be taken to the Supreme Court, by either party, in the same manner as appeals in other cases.

SEC. 12. Such certificates, on being filed with the secretary of the company upon whose line of road such lands may be situate, when no appeal has been taken as herein provided, shall entitle the holder or his assignee to the possession of said land until the title shall become vested in the company; upon payment thereafter to the treasurer of the company for said land, at the price above designated, such person shall receive from the secretary of said company a patent to such land, not exceeding in quantity one hundred and sixty acres. Such deed or patent shall vest in the purchaser all the title of said company in and to such lands, except so far as to reserve to the company all such right of way and station grounds as may be actually necessary for the uses of the company.

SEC. 13. The said companies shall each severally assent to and accept the provisions of this act, by a written instrument, under the seal

of such corporation, with the signatures of the proper officers, within ninety days after the passage of this act, which said acceptance shall be filed in the office of the secretary of state, and be by the secretary recorded in the book by him kept for the recording of articles of association.

SEC. 14. Said railroad companies, accepting the provisions of this act, shall at all times be subject to such rules and regulations as may from time to time be enacted and provided for by the general assembly of Iowa, not inconsistent with the provisions of this act and the act of Congress making the grant.

SEC. 15. It shall be the duty of the companies receiving the benefits of this act to make a regular annual report of their proceedings at the usual time and place of electing their officers, exhibiting a detailed statement, as far as practicable, of the amount of their expenditures, liabilities, &c., a copy of which shall be filed in the office of the Secretary of State.

SEC. 16. *Be it further enacted*, That any of said companies accepting the grants of lands under this act shall take the same with the conditions imposed and incumbrances specified in this act, and shall in no event have any claim or recourse whatever upon the State of Iowa for a misapplication of said grant, incumbrances, or conditions in this act imposed.

SEC. 17. This act shall take effect and be in force from and after its publication in the *Iowa Capital Reporter* and *Iowa City Republican*.

APPROVED, July 14, 1856.

I certify that the foregoing act was published in the *Iowa Capital Reporter* and *Iowa City Republican* on the 16th day of July, 1856.

GEORGE W. McCLEARY,  
*Secretary of State.*

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OFFICE OF THE DUBUQUE AND PACIFIC RAILROAD COMPANY,  
*Dubuque, July 17, 1856.*

At a meeting of the board of directors of this company, held this day, the following resolutions were unanimously adopted:

*Resolved*, That the Dubuque and Pacific Railroad Company hereby assent to and accept the provisions of an act enacted by the general assembly of the State of Iowa, and approved July 14, 1856, entitled an act to accept of the grant to carry into execution the trust conferred upon the State of Iowa, by an act of Congress entitled "An act making a grant of lands to the State of Iowa, in alternate sections, to aid in the construction of railroads in said State," approved May 15, 1856.

*Resolved*, That the president and secretary of the Dubuque and Pacific Railroad Company be, and they hereby are, required to affix their signatures to the above resolutions, and have the same filed in the office of the secretary of the state of Iowa, forthwith.

J. P. FARLEY,  
*President.*

Attest:

[L. S.] H. P. LEECH,  
*Secretary D. & P. R. Company.*

OFFICE OF SECRETARY OF STATE,  
Iowa City, October 28, 1857.

I, Elijah Sells, secretary of state of the State of Iowa, hereby certify that the foregoing is a true copy from the original on file in my office, of the "Acceptance" of the Dubuque and Pacific Railroad Company to the provisions of an act of the extra session of the fifth General Assembly of the State of Iowa, approved July 14, 1856.

[L. S.] In testimony whereof, I have hereunto set my hand and affixed the great seal of the State of Iowa.

ELIJAH SELLS,  
Secretary.

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RAILROAD GRANT. [SUPPLEMENTAL ACT.]

AN ACT supplementary to an act entitled "An act to accept of the grant and carry into execution the trust conferred upon the State of Iowa, by an act of Congress entitled 'An act making a grant of lands to the State of Iowa in alternate sections, to aid in the construction of railroads in said State,' approved May 15, 1856," which said act of the Legislature of Iowa was approved July 14, 1856.

SECTION 1. *Be it enacted by the General Assembly of the State of Iowa,* That the said companies may make such disposition of the lands granted by the act to which this is a supplement, by mortgage or deed of trust, as may be deemed proper for the purpose of securing any amount of construction bonds necessary for the completion of such roads, which may bear such rate of interest not to exceed ten per cent. per annum, and may sell the same for the best price that can be procured. Said companies, nor either of them, shall ever be allowed to plead that such bonds are usurious or invalid: *Provided,* That the moneys realized from the sale of the bonds aforesaid shall be applied exclusively to the construction and equipment of said roads.

SEC. 2. Any mortgage or deed of trust made upon the lands, roads, or the property of either, shall bind and be a valid lien upon all the property mentioned in such deed or mortgage, including rolling stock; and the purchaser, under a trustees' sale or foreclosure of mortgage, shall have and enjoy all the rights of a purchaser on execution sale: *Provided further,* That nothing contained in this act shall be so construed as in any manner to interfere with, change, or modify the rights of this State or of the United States to any lands granted by Congress to this State, and by this State to certain railroad companies therein, as a security for the completion of said roads, or to transfer any right in said lands otherwise than as subject to all the conditions imposed by the grant made by the United States to this State, and by the grant by this State to said companies, or by either of said grants: *And provided further,* That the faith of the State is in no way pledged for the payment of said bonds.

SEC. 3. Any mortgage or trust deed, made as beforementioned, shall be recorded in the office of the recorder of each county through which said road runs, or wherein it owns or holds lands, and shall be notice to all the world of the rights of all parties under the same.



SEC. 4. This act to take effect from and after its publication in the *Iowa Capital Reporter* and the *Iowa City Republican*.

APPROVED, January 28, 1857.

I certify that the foregoing act was published in the *Iowa City Republican* February 14, 1857, and *Iowa Capital Reporter* February 17, 1857.

ELIJAH SELLS,  
*Secretary of State.*

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CONSTRUCTION OF LAND GRANTS, ETC.

ATTORNEY GENERAL'S OFFICE, June 7, 1856.

SIR: The act of Congress, passed February 9, 1853, gives and grants to the States of Missouri and Arkansas, certain lands for the purpose of making a railroad from the mouth of the Ohio, by way of Little Rock, to Fulton, on the Texas line, with branches. This act vests the fee simple title in the States to which the lands are given. A legislative grant by Congress does of itself, *proprio vigore*, pass to the grantee all the estate which the United States had in the subject-matter of the grant, except what is expressly excepted. This principle has often been ruled in the courts, as you will see by reference to the following cases: *United States vs. Perchman*, 7 Peters, 51; *Mitchell vs. United States*, 9 Peters, 711; *United States vs. Brookes*, 10 Howard, 442; *Seamer vs. Price*, 12 Howard, 59; *Lediga vs. Rowland*, 2 Howard, 581; *Godfrey vs. Bradley*, 2 McLean, 412.

The point is firmly settled, if the highest judicial authority can settle anything; and even if there had been no decision of it, I should think it too plain, on original principles, to admit of a doubt. When Congress says that a certain portion of the public domain of the United States "is hereby granted" to a State, what need can there be of any further assurance in order to give the State a perfect title in fee? The act of August 3, 1854, (10 United States Laws, 356,) most manifestly does not apply in any manner whatsoever to the lands granted in 1853 to Missouri and Arkansas. The act (the act of 1854) prescribes the duty of the Commissioner of the General Land Office in regard to legislative grants, where the law does not convey the fee simple title, or requires patents to be issued for the lands. The Missouri and Arkansas grants are not of this kind.

The definite location of the road will locate the grant upon the proper number of even sections on each side with which the United States shall not have previously parted with the title, and the selection of the governor's agent will determine what sections are to be taken instead of those sold, or subject to preëmption. Then the title to each particular parcel will be as complete as if it had been granted by name, number, or description.

The survey required by the first section of the law will enable you to know what lands are appropriated by the mere location of the route



for the railroad, and I presume you will also be informed in some authentic way of the choice made by the government agents. I can see no objection to you furnishing lists of those lands to any person who desires to make a proper use of them, just as you would give other information from the records of your department. But such list can have no influence on the title of the States. The States of Missouri and Arkansas will hold these lands in trust for certain purposes; and the mode in which the trust shall be executed is prescribed in the act making the grant. What these States can rightfully do to the lands, or what remedy the United States will have if they do wrong, are not questions for you or me to decide at present.

I have the honor to be, very respectfully, your obedient servant,  
J. S. BLACK.

Hon. J. THOMPSON,  
*Secretary of the Interior.*

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PREÉMPTION ACT.

AN ACT to extend préemption rights to certain lands therein mentioned. (10 U. S. Statutes at Large, page 244, chapter 143.)

*Be it enacted by the Senate and House of Representatives of the United States of America in Congress assembled,* That the préemption laws of the United States, as they now exist, be, and they are hereby, extended over the alternate reserved sections of public lands along the lines of all the railroads in the United States wherever public lands have been, or may be granted by act of Congress; and that it shall be the privilege of the persons residing on any of said reserved lands to pay for the same in soldier's bounty land warrants, estimated at a dollar and twenty-five cents per acre, or in gold and silver, or both together, in preference to any other person, and at any time before the same shall be offered for sale at auction: *Provided*, That no person shall be entitled to the benefit of this act who has not settled and improved, or shall not settle and improve such lands prior to the final allotment of the alternate sections to such railroads by the General Land Office: *And provided further*, That the price to be paid shall, in all cases, be two dollars and fifty cents per acre, or such other minimum price as is now fixed by law, or may be fixed upon lands hereafter granted; and no one person shall have the right of préemption to more than one hundred and sixty acres: *And provided further*, That any settler who has settled or may hereafter settle on lands heretofore reserved on account of claims under French, Spanish, or other grants which have been or shall be hereafter declared by the Supreme Court of the United States to be invalid, shall be entitled to all the rights of préemption granted by this act and the act of 4th of September, 1841, entitled "An act to appropriate the proceeds of the public lands, and to grant préemption rights" after the lands shall have been released from reservation, in the same manner as if no reservation existed.

APPROVED, March 3, 1853.

## PREÉMPTION CLAIMS UPON LANDS RESERVED FOR RAILROAD PURPOSES.

The Commissioner of the General Land Office has made the subjoined decision, which will be found of general interest:

*First.* Preëemption claims upon any lands withdrawn from market for railroad purposes where the settlements were made in good faith with the government before the passage of the law making the grant, and prior to the "definite location" or surveying and staking off of the route of the road, are subject to consummation within the period fixed by law for proving up and entering offered and unoffered lands at the ordinary minimum of \$1 25 per acre, and payment may be made in specie or with military bounty land warrants.

*Second.* After the survey and staking off of any route, the preëemption right ceases on the railroad sections; but from and after that date the *United States reserved sections* within the six-mile limits of the route are preëemptible at a minimum of \$2 50 per acre till the date of final settlement of the alternate sections to which the railroad is entitled.

*Third.* From the date of the final allotment aforesaid till the date of offering the United States reserved sections at public sale, preëemption rights to lands in such sections cannot attach, but after the offering the reserved sections again become preëemptible at a minimum of \$2 50 per acre.

*Fourth.* When the \$2 50 minimum attaches, bounty land warrants under the act of 3d March, 1855, cannot be used in part payment, there being an express inhibition of such use in the statute; but warrants issued under prior acts of Congress may be so used—one warrant only to be laid on a single preëemption claim at the rate of \$1 25 per acre, and the balance required to make up the \$2 50 to be paid in specie.

GENERAL LAND OFFICE,  
March 3, 1857.

SIR: In reply to your communication of the 28th ultimo, requesting a statement of the quantity of land which will enure to the Dubuque and Pacific Railroad Company, in Iowa, under the act of Congress, approved 15th May, 1856, subject to the terms and conditions in said act, and the acts of the legislative assembly of said State, the following estimates carefully prepared at this office are communicated:

1. The length of the Dubuque and Pacific road, and branch to Tete des Morts, measured on the official map of the route, is.....	331½ miles,
Which at six sections, or 3,840 acres per mile, would make.....	1,272,960 acres.
Deduct for water.....	21,920 "
Leaves.....	1,251,040 "

to which the company would be entitled, if found vacant in the odd-numbered sections within fifteen miles of the road.

2. The estimated quantity of vacant lands in the odd-numbered sections within fifteen miles of the road liable for selection, (all situated in Iowa,) is as follows :

In the Sioux City district.....	880,200 acres.
In the Fort Dodge district.....	415,360 “
In the Dubuque district.....	11,045 “
Total.....	1,306,605 “

which is *exclusive* of the quantity of 151,800 acres claimed for the Des Moines river grant above the “Raccoon Fork,” within the fifteen miles limits of the railroad grant, and not yet decided.

It appears, therefore, from the above calculations that the Dubuque and Pacific Railroad Company will obtain their full compliment of land under the grant estimated to cover 1,251,040 acres.

I am, very respectfully, your obedient servant,

THOMAS A. HENDRICKS,  
*Commissioner.*

Hon. BERNHART HENN,  
*Agent of the State of Iowa*  
*and the Railroad Companies, Washington, D. C.*

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*Extract from the Constitution (first) of the State of Iowa.*

#### INCORPORATIONS.

ARTICLE VIII. *Section 2.*—Corporations shall not be created in this State by special laws, except for political or municipal purposes; but the general assembly shall provide by general laws for the organization of all other corporations, except corporations with banking privileges, the creation of which is prohibited. The stockholders shall be subject to such liabilities and restrictions as shall be provided by law. The State shall not, directly or indirectly, become stockholder in any corporation.

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#### CODE OF IOWA.

##### TITLE X.—OF CORPORATIONS.

##### *Chapter 43.—Corporations for pecuniary profit.*

673. Any persons may associate themselves and become incorporated for the transaction of any lawful business, including the establishment of ferries, the construction of canals, railways, bridges, or other works of internal improvement; but such incorporation confers no power or privilege not possessed by natural persons, except as hereinafter provided.

674. Among the powers of such body corporate are the following :

*First.* To have perpetual succession.

*Second.* To sue and be sued by its corporate name.

*Third.* To have a common seal, which it may alter at pleasure.

*Fourth.* To render the interests of the stockholders transferable.

*Fifth.* To exempt the private property of its members from liability for corporate debts, except as herein otherwise declared.

*Sixth.* To make contracts, acquire and transfer property, possessing the same powers in such respects as private individuals now enjoy.

*Seventh.* To establish by-laws, and make all rules and regulations deemed expedient for the management of their affairs in accordance with law, and not incompatible with an honest purpose.

675. Previous to commencing any business, except that of their own organization, they must adopt articles of incorporation which must be recorded in the office of the recorder of deeds of the county where the principal place of business is to be, in a book kept therefor.

\* 676. Corporations for the construction of any work of internal improvement must, in addition, also file a copy of such articles in the office of the secretary of state, and have the same recorded by him in a book kept for such purposes. Such articles of incorporation must fix the highest amount of indebtedness or liability to which the corporation is at any one time to be subject, which must in no case, except in that of the risks of insurance companies, exceed two-thirds of its capital stock.

677. A notice must also be published, for four weeks in succession, in some newspaper as convenient as practicable to the principal place of business.

678. Such notice must contain :

*First.* The name of the corporation and its principal place of transacting business.

*Second.* The general nature of the business to be transacted.

*Third.* The amount of capital and stock authorized, and the times and conditions on which it is to be paid in.

*Fourth.* The time of the commencement and termination of the corporation.

*Fifth.* By what officers or persons the affairs of the company are to be conducted, and the time at which they will be elected.

*Sixth.* The highest amount of indebtedness or liability to which the corporation is at any time to subject itself.

*Seventh.* Whether private property is to be exempt from the corporate debts.

679. The corporation may commence business as soon as the articles are filed in the office of the recorder of deeds, and their doings shall be valid if the publication in a newspaper is made, and the copy filed in the office of the secretary of state, when such filing is necessary, within three months from such filing in the recorder's office.

681. Corporations for the construction of any work of internal improvement may be formed to endure fifty years. Those formed for other purposes cannot exceed twenty years in duration; but in either case they may be renewed, from time to time, for periods not greater, respectively, than was at first permissible, provided three-fourths of the votes cast at any regular election for that purpose be in favor of

such renewal; and provided also, that those thus wishing a renewal will purchase the stock of those opposed to the renewal, at its fair current value.

## LAWS OF IOWA.

### CHAPTER 31.

#### RIGHT OF WAY.

AN ACT granting to railroad companies the right of way.

SECTION 1. *Be it enacted by the general assembly of the State of Iowa,* That any railroad corporation in this State heretofore organized, or that may be hereafter organized, under the laws of this State, may take and hold, under the provisions contained in this act, so much real estate as may be necessary for the location, construction, and convenient use of their road. Such corporation may also take, remove, and use for the construction and repair of said road and its appurtenances, any earth, gravel, stone, timber, or other materials, on or from the lands so taken: *Provided,* That the land so taken otherwise than by the consent of the owners shall not exceed one hundred feet in width, except for wood and water stations, unless where greater width is necessary for excavation, embankment, or depositing waste earth.

2. Such railroad corporation may purchase and use real estate, for a price to be agreed upon with the owners thereof; or the damages to be paid by such corporation for any real estate taken as aforesaid, when not agreed upon, shall be ascertained and determined by commissioners, to be appointed by the sheriff of the county where such real estate is situated, in conformity with the provisions of this act.

3. Whenever any railroad corporation shall take any real estate as aforesaid of any minor, insane person, or any married woman whose husband is under guardianship, the guardian of such minor or insane person, or such married woman with the guardian of her husband, may agree and settle with said corporation for all damages or claims by reason of the taking of such real estate, and may give valid releases and discharges therefor.

4. If the owner of any real estate over which said railroad corporation may desire to locate their road shall refuse to grant the right of way through his or her premises, the sheriff of the county in which said real estate may be situated shall, upon the application of either party, appoint six disinterested freeholders of said county, not interested in a like question, unless a smaller number is agreed upon by the parties, whose duties it shall be to inspect said real estate and assess the damages which said owner will sustain by the appropriation of his land for the use of said railroad corporation, and make report in writing to the sheriff of said county, who shall file and preserve the same; and if said corporation shall, at any time before they enter upon said real estate for the purpose of constructing said road, pay to said sheriff, for the use of said owner, the sum so assessed and returned

to him as aforesaid, they shall be thereby authorized to construct and maintain their railroad over and across said premises: *Provided*, That either party may have the right to appeal from such assessment of damages to the district court of the county where such lands are situated within thirty days after such assessment is made. But such appeal shall not delay the prosecution of the work upon said railroad, if said corporation shall first pay or deposit with the sheriff the amount so assessed by said freeholders; and in no case shall said corporation be liable for costs on appeal, unless the owner of said real estate shall be adjudged and entitled upon the appeal to a greater amount of damages than was awarded by said freeholders. The companies shall in all cases pay the costs of the first assessment.

5. The freeholders so appointed shall be the commissioners to assess all damages to the owners of real estate in said county, and said corporation may, at any time after their appointment, upon the refusal of any owner, or guardian of any owner, of lands in said county, to grant the right of way as aforesaid, by giving the said owner or guardian five days' notice thereof, in writing, either by personal service or by leaving a copy thereof at his or her dwelling, with some member of the family over fourteen years of age, have the damages assessed in the manner hereinbefore prescribed.

6. In case of the death, absence, or neglect or refusal of any of said freeholders to act as commissioners, as aforesaid, the sheriff shall summon other freeholders to complete the panel, and said commissioners shall proceed as directed in the preceding section. Said commissioners shall receive two dollars a day each for their services.

7. If, upon the location of said railroad, it shall be found to run through the land of any non-resident owner, the said corporation may give four weeks' notice to such proprietor, if known, and if not known, by a description of such real estate, by publication in some newspaper published in the county where such lands may be, (if there be any, and if not, in one nearest thereto,) that said railroad has been located through his or her lands; and if such owner shall not, within thirty days thereafter, apply to said sheriff to have the damages assessed in the mode prescribed in the preceding section, said company may proceed, as herein set forth, to have the damages assessed, subject to the same right to appeal as in case of resident owners; and upon the payment of the damages assessed to the sheriff for such owner, the corporation shall acquire all rights and privileges mentioned in the fifth section of this act.

8. Any railroad corporation may raise or lower any turnpike, plank road, or other way, for the purpose of having their railroad pass over or under the same; and in such cases said corporation shall put such turnpike, plank road, or other way, as soon as may be, in as good repair and condition as before such alteration.

9. If the proprietors of said plank road or turnpike, or the trustees, or city council having jurisdiction of such ways respectively, require further alterations or amendments of such turnpike, road, or way, and give notice thereof, in writing, to the agent or secretary of such railroad corporation, and if the parties cannot agree respecting the same, either of the parties may apply to the county judge, who, after

reasonable notice to the adverse party, shall make determination respecting such proposed alterations or amendments, and shall award costs in favor of the prevailing party.

10. If such railroad corporation shall, unnecessarily, neglect to make such alterations and amendments thus determined upon by the county judge, the said turnpike corporation, or aggrieved city or township, shall be entitled to their damages for such neglect.

11. Every railroad corporation, whilst employed in raising or lowering any turnpike, or other way, or in making any other alteration by means of which the same may be obstructed, shall provide and keep in good order suitable temporary ways to enable travelers to avoid or pass such obstructions.

12. Any railroad corporation may construct and carry their railroad across, over, or under any railroad, canal, stream, or water-course, when it may be necessary in the construction of the same; and in such cases said corporation shall so construct their railroad crossings as not unnecessarily to impede the travel, transportation, or navigation upon the railroad, canal, or stream so crossed; said corporation shall be liable for the damages occasioned to any corporation or party injured by reason of said crossing.

13. Every railroad corporation shall maintain and keep in good repair all bridges, with their abutments, which such corporation shall construct for the purpose of enabling their road to pass over or under any turnpike, road, canal, or water-course, or other way.

14. Every railroad corporation shall be liable for all damages sustained by any person in consequence of any neglect of the provisions of this act, or of any other neglect of any of their agents, or by mismanagement of their engineers, by the persons sustaining such damages.

15. Any railroad corporation shall be authorized to pass over, occupy, and enjoy, without payment of damages, any of the school, university, and saline or other lands of this State, provided no more of such lands shall be taken than is required for the necessary use and convenience of such corporation.

16. When any person owns land on both sides of any railroad, the corporation owning such railroad shall, when required so to do, make and keep in good repair one causeway, or other adequate means of crossing the same.

17. Any company organizing under this act shall, as soon as convenient after its organization, establish a principal office at some point on the line of its road, and change the same at pleasure, giving public notice in some newspaper of such establishment or change; and all process against said company shall be served on the president or secretary, or by leaving a copy at the principal office of the corporation.

18. Every company organized under this act shall be required to erect at all points where their road shall cross any public road, at a sufficient elevation from such public road to admit of free passage of vehicles of every kind, a sign with large and distinct letters placed thereon, to give notice of the proximity of the railroad, and warn persons of the necessity of looking out for the cars; and every company neglecting or refusing to erect such sign, shall be liable in damages



for all injuries occurring to persons or property from such neglect or refusal.

19. This act to take effect from and after its publication in the *Iowa Capital Reporter* and the *Iowa City Republican*, published in Iowa City.

APPROVED, January 18, 1853.

I certify that the foregoing act was published in the *Iowa Capital Reporter* and *Iowa City Republican*, on the 9th of February, 1853.

GEO. W. McCLEARY,  
Secretary of State.

## CHAPTER 128.—BONDS.

AN ACT regulating the interest on city and county bonds.

SECTION 1. *Be it enacted by the General Assembly of the State of Iowa,* That it shall be competent and lawful for every railroad company organized under the laws of this State, to issue its bonds to secure the payment of money borrowed for construction or equipment, at such rate of interest as it may deem expedient, and may sell the same at such discount as may be necessary; and such bonds shall be legal and binding.

2. That whenever any company shall have received, or may hereafter receive, the bonds of any city or county upon subscription of stock by such city or county, such bonds may have interest at any rate not exceeding ten per cent., and may be sold by the company at such discount as may be deemed expedient.

3. The provisions of this act shall apply to any railroad bonds which have been heretofore issued, as well as those that may hereafter be issued.

APPROVED, January 25, 1855.

I certify that the foregoing act was published in the *Iowa Capital Reporter* and *Iowa Republican* on the 14th day of February, 1855, by order of the governor.

GEO. W. McCLEARY,  
Secretary of State.

## CHAPTER 149.

AN ACT regulating the issue of county and corporate bonds.

SECTION 1. *Be it enacted by the general assembly of the State of Iowa,* That in all cases where county, city, or town incorporations have or may hereafter become stockholders in railroads, or other private com-



panies or incorporations, it shall not be lawful for the county judges, mayors, or other agents of such cities or counties, to issue the bonds of their counties or cities until they are satisfied that the contemplated improvement will be constructed through or to their respective cities or counties within thirty-six months from the issuing and delivery of said bonds; and the proceeds of such bonds shall in all cases be expended within the county in which said city may be situated: *Provided*, That nothing in this act shall in any way affect corporation rights for any contracts or subscriptions heretofore made with any railroad company or corporation for the issuing of county corporation bonds.

2. This act to be in force from and after its publication in the *Iowa City Reporter* and *Republican*.

APPROVED, January 25, 1855.

I certify that the above act was published in the *Iowa Capital Reporter* on the 7th of February, and *Iowa Republican* on the 31st day of January, 1855.

GEO. W. McCLEARY,  
*Secretary of State.*

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## CODE OF IOWA.

### TITLE 10.—CHAPTER 43.

700. When the franchise of a corporation has been levied upon under an execution and sold, the corporators shall not have power to dissolve the corporation so as to destroy the franchise, and if they neglect to keep up an organization sufficient to enable the business to proceed, the purchaser thereupon becomes vested with all the powers of the corporation requisite therefor; and when it becomes impracticable for an individual so to conduct them, and in cases where doubts and difficulties not herein provided for arise, the purchaser may apply by petition to the district court, which is hereby vested with authority to make any orders requisite for carrying into effect the intent of this chapter in this respect.

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### TITLE 3.—CHAPTER 15.

*Authorizing counties to take stock, &c.*

114. The county judge may submit to the people of his county at any regular election, or at any special one called for that purpose, the question whether money may be borrowed to aid in the erection of public buildings; whether the county will construct, or aid to construct, any road or bridge which may call for an extraordinary expend-

iture; whether stock shall be allowed to run at large, or at what time shall be prohibited; and the question of any other local or police regulation not inconsistent with the laws of the State. And when the warrants of a county are at a depreciated value he may in like manner submit the question whether a tax of a higher rate than that provided by law shall be levied, and in all cases when an additional tax is laid in pursuance of a vote of the people of any county for the special purpose of repaying borrowed money, or of constructing or aiding to construct, any road or bridge, such special tax shall be paid in money, and in no other manner.

115. The mode of submitting such questions to the people shall be the following: The whole question, including the sum desired to be raised, or the amount of tax desired to be levied, or the rate per annum, and the whole regulation, including the time of its taking effect or having operation, if it be of a nature to be set forth, and the penalty for its violation, if there be one, is to be published at least four weeks in some newspaper printed in the county. If there be no such newspaper, the publication is to be made by being posted up in at least one of the most public places in each township in the county, and in all such cases in at least five among the most public places in the county, including the above, and one of them, in all cases, at the door of the court-house, during at least thirty days prior to the time of taking the vote. All such notices shall name the time when such question will be voted upon, and the form in which the question shall be taken, and a copy of the question submitted shall be posted up at each place of voting during the day of election.

116. When a question so submitted involves the borrowing or the expenditure of money, the proposition of the question must be accompanied by a provision to lay a tax for the payment thereof, in addition to the usual taxes as directed in the following section, and no vote adopting the question proposed will be of effect unless it adopt the tax also.

117. The rate of tax shall in no case be more than one per cent. on the county valuation in one year. When the object is to borrow money for the erection of public buildings as above provided, the rate shall be such as to pay the debt in a period not exceeding ten years. When the object is to construct, or to aid in constructing, any road or bridge, the annual rate shall be not less than one mill on a dollar of the valuation, and any of the above taxes becoming delinquent shall draw the same interest with the ordinary taxes.

118. When it is supposed that the levy of one year will not pay the entire amount, the proposition and vote must be to continue the proposed rate from year to year until the amount is paid.

119. The county judge on being satisfied that the above requirements have been substantially complied with, and that a majority of the votes cast in favor of the proposition submitted, shall cause the proposition and the result of the vote to be entered at large in the minute-book, and a notice of its adoption to be published for the same time, and in the manner, as above provided for publishing the preliminary notice; and from the time of entering the result of the vote in relation to borrowing or expending money, and from the completion

of the notice of its adoption in the case of a local or police regulation, the vote and the entry thereof on the county records shall have the force and effect of an act of the general assembly.

120. Propositions thus adopted, and the local regulations thus established, may be rescinded in like manner and upon like notice, by a subsequent vote taken thereon, but neither contracts made under them, nor the taxes appointed for carrying them into effect, can be rescinded.

121. The judge shall submit the question of the adoption or rescision of such a measure when petitioned therefor by one fourth of the voters of the county.

122. The record of the adoption or rescision of any such measure shall be presumptive evidence that all the proceedings necessary to give the vote validity have been regularly conducted.

123. In case the amount produced by the rate of tax proposed and levied exceeds the amount sought for the specific object, it shall not therefore be held invalid, but the excess shall go into the ordinary county funds.

124. Money so raised for such purposes is especially appropriated and constitutes a fund distinct from all others in the hands of the treasurer, until the obligation assumed is discharged.

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## MORTGAGE.

THIS INDENTURE OF MORTGAGE, made this fourteenth day of March, 1857, between the Dubuque and Pacific Railroad Company, a corporation organized under and in conformity to the acts of the general assembly of the State of Iowa, of the first part, and Abram S. Hewitt, Thomas E. Walker, Frederick Schuchardt, of the city of New York, and Curtis B. Raymond, of the city of Boston, parties of the second part, they being trustees for the uses and purposes, and upon the terms and conditions hereinafter set forth, *Witnesseth*:

Whereas, the party of the first part, for the purpose of raising funds from time to time for the construction and completion of the railroad and branch hereinafter described, with its equipment, and the payment of the necessary expenditures for that purpose, purposes to execute and deliver to the parties of the second part, its construction bonds or obligations, in pursuance of the provisions of the act of the general assembly of the said State of Iowa, approved January, 1857, and thereby to become indebted to various persons, bodies politic or corporate, who shall become holders of the said construction bonds or obligations, in the sum of twelve millions of dollars, lawful money of the United States, secured to be paid by twelve thousand construction bonds or obligations of said company, of and for the sum of one thousand dollars each, with the right and privilege reserved to said company to execute, issue, and deliver hereafter, in case it shall become necessary, in order to secure the completion and proper equipment of said road and branch, a further amount of three thousand of like bonds of one thousand dollars each, making in the whole a sum not exceeding fifteen millions of dollars, to be issued and secured by the terms and conditions of this instrument, each one of which bonds shall provide for the

payment unto the said persons, associations, bodies politic or corporate, who may become the holders thereof, the sum of one thousand dollars on the first day of April, one thousand eight hundred and eighty-seven, and also for the interest on the same at the rate of seven per centum per annum, payable on the first day of October and April ensuing the date of said bonds, until the principal sums named therein respectively shall be paid and satisfied according to the tenor thereof:

Now therefore, this indenture witnesseth, that the said party of the first part, for the better securing the payment of the sums of money mentioned in the said construction bonds or obligations, and the interest thereon, and also for and in consideration of the sum of one dollar in hand paid by the parties of the second part, the receipt whereof is hereby acknowledged, hath granted, bargained, sold, conveyed, and confirmed, and by these presents doth grant, bargain, sell, and convey unto the said parties of the second part, and to their successors, who may be appointed or selected in the manner and according to the conditions hereinafter set forth, all and singular the road-way, stations, depot land, and other lands appurtenant to said railroad, now owned or hereafter to be acquired by said party of the first part, constituting or belonging to the railroad of said first party, extending from the city of Dubuque in the State of Iowa, to a point on the Missouri river, at or near Sioux City, in the said State, with a branch from the Tete des Morts to the nearest point on said road; together with all the locomotives, cars, buildings, machinery, tools or implements whatever, belonging or appurtenant to said railroad, and all the franchises, rights or privileges belonging to said company, or in any way pertaining or appurtenant to said railroad, now existing, or hereafter to be acquired.

Also, all right, title, interest, claim, or demand which said party of the first part now has, or hereafter shall acquire, in or to all public lands of the United States, granted by act of Congress, approved 15th May, 1856, to the State of Iowa, and by the general assembly of said State of Iowa, by act approved July 14, 1856, granted to the said Dubuque and Pacific Railroad Company, the party of the first part; subject however to the terms and conditions of the said acts of Congress and of the general assembly of the State of Iowa, with all the estate, right, title, and interest, property, possession, claim, or demand whatever, at law or in equity, of the said parties of the first part in and to the same, and each and every part or parcel thereof, excepting, saving, and reserving to the party of the first part all lands now owned or hereafter to be acquired by them, which may not be included in the said grant of public land from the United States, and may not be necessary for the uses and purposes of said railroad, and the depots and right of way thereof.

To have and to hold, all and singular, the lands and premises hereby granted or intended so to be, and each and every part and parcel thereof with the appurtenances thereunto belonging, unto the said parties of the second part, the survivors or survivor of them, and their successors, appointed or elected in manner hereinafter provided, for the uses and purposes, and upon the trusts, terms, and conditions in this indenture set forth and declared.

Provided always, and these presents are upon the express condition,

that if the said parties of the second part shall well and truly pay, or cause to be paid, to the holders of the said construction bonds or obligations, and every of them, the principal sums of money therein mentioned, according to the true intent and meaning thereof, with the interest thereon at the times and in the manner as hereinbefore provided, according to the true intent and meaning of these presents, that then and from thenceforth this indenture and the estate hereby granted shall cease and determine, and all the right, title, and interest in any and all property hereby conveyed to the parties of the second part, not then disposed of by them, under the powers hereby conferred upon them, shall revert to and vest in the party of the first part.

This indenture further witnesseth, that these presents, and the said construction bonds or obligations, are made, executed, and delivered upon the terms, conditions, and agreements following, that is to say:

*First.* That the actual possession, management, use, and control of said railroad and branch, with the appurtenances to them belonging, shall be and remain with the party of the first part, without molestation or interference of the parties of the second part, except as is herein specially provided, so long as the said construction bonds or obligations shall remain without default or forfeiture, and said party of the first part shall perform and keep the stipulations thereof.

*Second.* It is agreed that all the construction bonds which shall be executed and issued by the party of the first part, under the provisions of this indenture, shall be delivered to the parties of the second part, to be countersigned by them as trustees under this instrument; and that said bonds, when so delivered and perfected, shall be sold or disposed of solely by the parties of the second part, as agents of the party of the first part, and for the purpose of securing the application of the avails thereof to the construction and equipment of said road and branch, according to the terms of this instrument. The party of the first part shall proceed immediately after the execution and delivery of this indenture, to prepare and perfect and deliver to the parties of the second part the said bonds, and shall continue to deliver the same from time to time, and as fast as they may be needed by the parties of the second part, until the whole of said first-mentioned amount, or twelve million dollars, shall have been so delivered to said party of the second part. And said parties of the second part shall forthwith proceed to make negotiations for the sale of said bonds; and they are hereby authorized, in the exercise of their best discretion and judgment, to sell and dispose of all or any part of said bonds on such terms, at such price, and to such parties, as they shall deem most judicious and best adapted to secure the prompt construction of said road, and the security of the holders of the said bonds, and the interests of the party of the first part.

*Third.* Whereas, a portion of the road of the party of the first part, hereby conveyed to the parties of the second part, is already constructed, and a portion is now in process of construction, and said party of the first part is now indebted in its bonds, issued in payment for funds expended in such construction, to the amount of about five hundred and fifty thousand dollars, and is also otherwise indebted for like expenditures in the further sum of about two hundred and fifty thou-

sand dollars, it is hereby agreed by both the parties hereto, that the said parties of the second part shall have the authority to exchange the bonds hereby authorized to be issued for any of such outstanding bonds, with the interest thereon, or other indebtedness of the party of the first part, or to pay such outstanding bonds or other indebtedness, out of the avails of construction bonds sold by them, and to cancel such bonds or other indebtedness, so exchanged or paid, and return the same to the party of the first part.

*Fourth.* The avails of the sales of the remainder of said construction bonds shall be applied to the payment of expenditures for the construction and equipment of the remainder of said road and branch in manner following, to wit:

The said party of the first part will make contracts for construction and equipment of said road and branch, and for materials to be used therein, which contracts shall be subject to the approval of the parties of the second part; and after being so approved, and payments becoming due thereon to parties executing the same, for work actually done or materials actually furnished, and the quantity and quality of such work being certified to by the engineer appointed by the parties of the second part for that purpose, the parties of the second part, upon requisition of the party of the first part, will, from time to time, pay the sums certified to be due and payable as aforesaid out of any funds in their hands arising from the sales of said construction bonds.

It is further agreed between the parties hereto that all the lands granted by the act of Congress to the State of Iowa, and by the general assembly of the State of Iowa to the party of the first part, to aid in the construction of the road and branch hereinbefore mentioned, by virtue of the acts aforesaid, as they shall from time to time become subject to sale, shall be under the sole and exclusive management and control of the parties of the second part, who shall have full power and authority to sell and dispose of the same at such price, on such credit or terms of payment and such other conditions as to them shall seem most judicious for the interest of all parties, and especially to secure the payment in full of all the construction bonds issued as hereinbefore provided.

And for this purpose it is agreed that said parties of the second part shall cause all said lands, as they shall from time to time become subject to sale, to be carefully examined and surveyed, and shall affix to each tract or parcel such price as in their judgment shall be most judicious, having in view the interests of all parties; and said lands shall be and remain at all times thereafter open for sale to any person who may desire to purchase and pay therefor—the prices being, nevertheless, at times subject to revision and alteration by the parties of the second part.

The purchaser shall at all times be at liberty to pay for any lands purchased by him in the aforesaid construction bonds at par. And when any tract or parcel of said lands shall have been purchased and paid for, either in bonds or cash, the same shall be conveyed by said parties of the second part to the purchaser in fee simple, and shall by such conveyance be absolutely and forever released from any and all

lien or incumbrance for or on account of said bonds or any other debt or obligation of said party of the first part.

The parties of the second part shall and will cancel and discharge each and every construction bond or obligation and the interest warrants thereon, which they may receive in payment for land, by defacing the seal of the corporation on receipt thereof, and will make, or cause to be made on the face thereof, a note or memorandum, with proper description of the land sold or conveyed, with the date of the conveyance for which the same has been received and canceled in such manner as will enable the party of the first part to trace the appropriation of such construction bonds.

The parties of the second part shall and will set forth and declare in each deed of conveyance the true amount of the purchase money of the land therein conveyed, and the part thereof for which a bond or bonds may have been received, with the number and amount thereof, and also the sum actually paid in cash for the remainder of said purchase money; and whenever a bond or bonds exceeding the amount of purchase money may have been received in payment thereof, the amount in cash shall be refunded to the purchaser or holder of such bond or bonds for such excess.

The said parties of the second part shall have full power and authority to employ all such engineers, surveyors, agents, officers, clerks, and assistants as they may find necessary to enable them to discharge properly the duties devolving upon them under the provisions of this instrument, in reference to the manner and cost of the construction and equipment of said road and branch, as well as in reference to the examination, appraisal, and sale of said lands, and the issue, sale, and redemption of said bonds, and generally to do all their duties as trustees under this indenture. And they shall also be at liberty to elect either one or more of their own number, or some other competent person to act generally in their behalf, and devote his time to the duties devolving on said trustees, at a salary to be fixed by said parties of the second part, not exceeding in the aggregate the sum of ten thousand dollars per annum. And all the salaries and expenses of the person so employed, and of all other persons employed as aforesaid by said parties of the second part, and all other necessary expenses incurred by the parties of the second part, in discharging any and all the duties devolving on them under the provisions of this indenture, shall be paid by the party of the second part out of funds received by the party of the second part from the party of the first part, if sufficient for that purpose; and if not, then out of any funds in the hands of said parties of the second part, derived from the sale of said bonds, or of the lands, or any property received by them by virtue of this indenture. But no one of the said parties of the second part, except as aforesaid, shall be paid any sum for personal services rendered as trustee under this instrument, out of any of the funds herein devoted to the construction of said road, or the payment and redemption of said bonds. But it is agreed that said trustees are to receive, as a compensation in full for their personal services under this trust, ten thousand shares of optional rights of subscription to the stock of said company, of the same character as those to be issued to parties who



subscribe for the construction bonds hereinbefore mentioned, to be equally divided between said trustees, and to be delivered to them as follows, viz: one fourth of said amount upon delivery of this deed, and the acceptance by them of said trust; one fourth when said road is opened for use to Cedar Falls; one fourth when said road is opened for use to Fort Dodge, and the remaining one fourth when said road is opened for use to the Missouri river.

Provided, that in case of the death, resignation, removal, or disability of either of said trustees, all claims to such optional rights, not then already actually delivered to him, shall be thenceforth forfeited, and the remaining portion of the one fourth of said ten thousand shares, which would have accrued to him, shall enure to the benefit of his successor, appointed in the manner herein provided.

It is further agreed by and between the parties hereto that during the progress of the construction of said railroad and branch, and until the same shall be completed and in operation, the said party of the first part shall pay out of the gross receipts from the operation of such portion thereof as may be from time to time in use, the necessary expenses of operating said road, and the necessary expenses of keeping up the organization and operations of said company, and also all taxes which may be imposed by the State of Iowa upon the property of said company, and that any balance of profits from the operations of said road after payment of the expenses aforesaid that may remain, and the net proceeds of sales of town lots and lands hereby reserved, after deducting therefrom any appropriations of money not otherwise provided for, shall be paid over quarterly to the parties of the second part.

The parties of the first part shall also pay over to the parties of the second part, as fast as they shall receive the same, all the avails of the stock issued or to be issued by said party of the first part; and any other moneys which may come into the hands of the party of the first part after payment of the necessary expenses aforesaid.

It is further agreed by and between said parties that after the said road and branch shall have been completed and in operation, the said party of the first part shall, after paying out of the gross earnings thereof, the necessary expenses of operating the same and keeping said road and equipment in proper repair, and the necessary expenses of said company, and all taxes imposed by the State of Iowa, pay over quarterly to said parties of the second part the whole of the remainder of such gross earnings, to be by them appropriated to the payment of the semi-annual interest on the said construction bonds, unless such remainder of said gross earnings shall be more than sufficient for the payment of the whole of such interest then from time to time falling due, in which case said party of the first part shall pay over from such gross earnings so much as may be necessary to pay said interest on said construction bonds as the same shall, from time to time, fall due, and may retain any balance for dividends to its stockholders or for other purposes.

It is further agreed that out of the funds which shall come into the hands of the parties of the second part from the net earnings of said road, and from the avails of the stock of the said company, and from the other sources herein provided, said parties of the second part shall



pay the interest on the said construction bonds as they shall from time to time be issued and semi-annually fall due, and if the means aforesaid shall at any time be insufficient for the payment of said interest, then the parties of the second part are to be at liberty to devote to that purpose the interest received by them on any sums due from purchasers of lands; and if this shall be insufficient, then a portion not exceeding ten per cent. of the avails of the sales of lands made by the parties of the second part; and if there shall still be a deficiency in the amount necessary to meet the interest on said construction bonds, the parties of the second part shall be at liberty to supply such deficiency from any funds that may be in their hands as avails of construction bonds sold by them; and out of any surplus in the interest fund, shall annually pay seven per cent. on the amount actually paid in on the stock of the said company.

The said parties of the second part shall also be at liberty to devote a portion, not exceeding fifteen per cent. of the avails of the sales made by them of the lands conveyed to them by this instrument, to the payment of the necessary contingent expenses of the said company, provided such expenses shall have been incurred for purposes approved by said parties of the second part, and said company shall be without other means for the payment of the same. And in case of a deficiency in the amount necessary to meet the accruing interest on said bonds, the aforesaid amount of fifteen per cent. of such avails of land sales may, with the ten per cent. of such avails heretofore provided for, be, at the discretion of said parties of the second part, devoted to supply such deficiency in said fund for payment of interest. And in case the total sales of land at any time shall have been so small that the aforesaid ten and fifteen per cent. of the avails thereof shall prove insufficient for the purposes above specified, said parties of the second part shall be at liberty to devote, set apart, sell, or otherwise dispose of a portion not exceeding in the whole twenty-five per cent. of said lands and devote the avails thereof to the purposes aforesaid.

It is further agreed that the parties of the second part, after appropriating such portions of the ten per cent. and fifteen per cent., hereinbefore mentioned, of the avails of the sales of the lands herein conveyed, or of said lands themselves, to the purposes therein specified, as they shall deem judicious and most conducive to the interests of all parties concerned, not exceeding in the whole twenty-five per cent. of said lands the avails thereof, all the remainder and residue of all sales made by them of lands hereby conveyed, after deducting the necessary expenses of executing their trust as herein set forth, shall be devoted by them to the sole and exclusive purpose of the payment of all the construction bonds issued under and in conformity to the terms of this indenture. And for this purpose all such avails of sales shall from time to time, as the same are realized, be used in the purchase of such bonds in the market, to be canceled, so long as such purchases can be made at a rate not exceeding five per cent. premium upon the par value of such bonds, and whenever such bonds cannot be purchased at that rate, said parties of the second part shall advertise in two newspapers printed in the city of New York, one in London, and in other cities at their discretion, not less than three weeks, and at least six months previous

to the maturity of the next interest warrants on said bonds, giving notice of their readiness to redeem a certain amount of said bonds, specifying the amount and number of the bonds they propose to redeem. And after the time limited in such advertisement, interest shall cease to accrue on the bond or bonds thus specified, and the said trustees shall redeem the same whenever presented at the rate aforesaid, but without further interest.

This indenture further witnesseth, that the said party of the first part doth hereby covenant and agree to pay to the holders of said construction bonds respectively, the said principal sums of money therein mentioned. If any default shall be made in the payment of interest on any one of said bonds for sixty days after demand, at the place of payment, when the same becomes due, then the trustees may, on being requested by the holders of at least one hundred thousand dollars of such bonds, enter into, and take possession of said railroad and branch, and all of its appurtenances, and all the property conveyed by this deed. And in case said trustees shall take possession of the said railroad, they shall have full power to operate the same in such manner as in their judgment will best secure the interest of all parties. If said default shall continue for one year from the time of such demand and refusal, the principal sum of such bonds shall become due and payable. The said trustees may then sell said road or property, or so much thereof as shall be necessary, at public sale, provided that at least six months' previous notice of the time and place of such sale shall have been given in at least one newspaper in the city of New York, and one in the city of Dubuque. In case of such sale it shall be the duty of the trustees to make, execute, and deliver a conveyance of the said road and any other property thus sold, which shall convey to the purchaser all the rights and privileges of the said railroad company in and to the property thus sold, to the same extent as the same shall have previously been enjoyed and held by said company.

Said trustees shall, after paying the expenses of the foreclosure and sale, apply the proceeds to the payment of said construction bonds and interests warrants; and, after the payment of all such bonds and expenses, the remainder of the proceeds of the sale, if any, shall be paid to the said party of the first part; or, in case of a sale of the entire rights and privileges of the said corporation, then the trustees shall divide the surplus, if any, among the stockholders in proportion to their respective interests.

In case a vacancy shall happen in the number of the trustees hereinbefore mentioned, as parties of the second part in this indenture, the remaining trustees shall, while said vacancy exists, have all the rights, exercise all the powers, and discharge all the duties devolving on all the said trustees by this instrument. But as soon as it conveniently may be done, such vacancy shall be filled by the nomination, by the remaining trustees, of some proper person to fill such vacancy, which nomination shall be submitted to the board of directors of said company, and if approved by them the person so nominated and approved shall at once become a trustee under this instrument. If said nomination is not approved, another person shall be nominated by said remaining trustees, and so on till a nomination is made which shall

be so approved. But if, after three nominations, neither shall be approved by said board, said vacancy shall be filled by a committee of three persons, selected, one by said remaining trustees, one by said board of directors, and a third by the two thus selected, and the person appointed trustee by a majority of the committee shall be and remain a trustee under this instrument. And the person regularly appointed a trustee to fill a vacancy in either of the forms above specified, shall, from and after his said appointment, become vested with the same powers, rights, and interests, and charged with the duties and responsibilities as if he had been one of the original trustees, parties of the second part named in and executing this instrument.

It is further agreed by and between the parties hereto that in case, during the construction of said road and branch, the parties hereto shall become satisfied that the avails of the said twelve millions of dollars of construction bonds hereinbefore mentioned, together with the other moneys herein specified, will be insufficient to pay the whole cost of constructing said road and branch, including that portion thereof now constructed and under construction, together with the other expenditures herein authorized to be made, then the party of the the first part, with the consent and approbation of the parties of the second part, shall be at liberty to execute and issue a further amount of construction bonds in all respects like those hereinbefore authorized, not exceeding in the whole three thousand of such bonds, for one thousand dollars each, which shall be delivered to and countersigned by said parties of the second part or their successors, and disposed of by them on the same conditions, and the avails devoted to the same purposes as is herein provided in respect to said twelve thousand bonds first to be issued. And the said bonds so subsequently issued shall be in all respects subject to all the terms and conditions of this indenture, in the same manner and to the same extent in every respect as if they were a portion of the said twelve thousand bonds so originally issued.

It is further agreed by and between the parties hereto that whenever all the construction bonds which shall have been executed and issued by the party of the first part under and in conformity to the provisions of this indenture shall, with the interest thereon, have been fully paid, together with all the expenses incurred by the parties of the second part in the execution of the trust herein and hereby confided to them, the parties of the second part and their successors will reconvey to the party of the first part all and singular the railroad, its premises, and appurtenances, and all other property, real or personal, then in the hands of said parties of the second part, portion of the property hereby conveyed, or the avails thereof, and not before that time by them sold or disposed of in the execution of the trust hereby created.

And it is hereby mutually agreed by and between the parties hereto that the parties of the second part, their heirs, executors, and administrators, shall not be answerable for the acts, omissions, or defaults of each other, and that each shall be responsible for gross negligence and willful default only.

In case the trustees shall at any time have any trust moneys on hand which will not be required to meet any immediate liability of the company to which said trust fund is devoted, the said trustees may deposit

such funds on interest with some safe bank or trust company in the city of New York, or may loan the same on call or short time, taking ample security in United States stocks, or the stocks of the State of New York, Ohio, Massachusetts, or the obligations of the city of New York.

The books of the railroad company and the trustees shall be mutually open to the inspection of each other, and balance sheets shall be exchanged at least once in six months.

The said railroad company shall have authority to make contracts from time to time, which shall be binding without the approval of the trustees, as hereinbefore provided: *Provided always*, That the total amount of contracts so outstanding at any one time, not approved by the trustees, shall not exceed the sum of one hundred thousand dollars.

A majority of the trustees or the survivors shall form a quorum for business.

In witness whereof, the said railroad company have caused these presents to be executed in reduplicates to the number of twenty, of even date, tenor, and effect, and have caused the same to be signed by the president and secretary, and the seal of said corporation to be hereto affixed, at the city of Dubuque, and the State of Iowa, this 14th day of March, 1857.

[L. S.]

JESSE P. FARLEY,  
*President.*  
H. P. LEECH,  
*Secretary.*

STATE OF IOWA, *Dubuque County*:

Be it remembered, that personally appeared before me, James M. McKinlay, a notary public duly commissioned and qualified, in and for said county, Jesse P. Farley, president, and H. P. Leech, secretary of the Dubuque and Pacific Railroad Company, both of whom are personally known to me to be the identical persons whose names are affixed to the above as mortgagors, and acknowledged the same to be their free and voluntary act and deed for the uses and purposes therein expressed.

Witness my hand and notarial seal, this 16th day of March, A. D. 1857.

[L. S.]

JAMES M. MCKINLAY, *N. P.*

## UNITED STATES OF AMERICA.

## STATE OF IOWA.

## DUBUQUE AND PACIFIC RAILROAD COMPANY.

*Construction Bond.*

No. —, \$1,000.

Interest at seven per cent. per annum, payable half yearly, on the first of October and first of April.

Secured by mortgage of the railroad and all the chartered rights of the company, and by the public land granted by act of Congress of the United States.

Land grant, 3,840 acres per mile.

Length of road, 331½ miles.

This certifies that the Dubuque and Pacific Railroad Company is indebted to \_\_\_\_\_ for moneys advanced for the construction of its railroad, with its appurtenances; and that in consideration thereof, the said Dubuque and Pacific Railroad Company doth hereby promise and agree to pay to \_\_\_\_\_ or assigns, the sum of one thousand dollars, at the office of said company, in the city of New York, on the 1st day of April, 1887; and also interest on the same at the rate of seven per centum per annum, from the 1st day of April, 1857, on the first day of April and October of each and every year ensuing the date hereof, until said principal sum shall be paid, on presentation of the annexed warrants, as they severally become due, at the said office. But the company reserves the right to purchase this obligation at any time, by agreement with the holder; or to pay the same at any time, to be specified by advertisement in the manner set forth in the mortgage given for the security of the bond, by adding to the principal a sum equal to five per cent. thereof.

The payment of the construction bonds is secured by a mortgage executed to trustees of the railroad, its appurtenances and chartered rights; and upon the lands granted by act of Congress to aid in the construction of said road; which said mortgage is executed in pursuance of an act of the general assembly of the State of Iowa, approved January —, 1857, and conveys said railroad and lands to trustees, with power of sale for the purpose of securing the payment of said bonds and the interest thereon; and the faithful application of the proceeds of the construction bonds to the construction and equipment of said railroad, according to the true intent and meaning of the act of Congress, approved May 15, 1856, granting said lands; and the act of the general assembly of the State of Iowa, approved July 14, 1856, and the act supplemental thereto, approved January, 1857.

In witness whereof, said company hath caused this bond to be signed by its president and secretary, and its corporate seal to be hereto affixed,

at its office, in the city of Dubuque, this first day of April, one thousand eight hundred and fifty-seven.

[L. S.]

\_\_\_\_\_, *President.*  
\_\_\_\_\_, *Secretary.*

Countersigned.

\_\_\_\_\_,  
\_\_\_\_\_,  
\_\_\_\_\_, } *Trustees.*

*Coupon.*

The Dubuque and Pacific Railroad Company will pay, at the office of the said company, in the city of New York, to the holder hereof, on the 1st day of \_\_\_\_\_, 1857, thirty-five dollars, for interest due on bond No. —.

\$35.

\_\_\_\_\_, *Secretary.*

1 to 60 numbered in color.

*Deed of Trust made by the Dubuque and Pacific Railroad Company.*

This indenture, made this ninth day of June, A. D. 1857, between the Dubuque and Pacific Railroad Company, a corporation organized under and in conformity to the acts of the general assembly of the State of Iowa, of the first part, and Abram S. Hewitt, Thomas E. Walker, Frederick Schuchardt, of the city of New York, and Curtis B. Raymond, of the city of Boston, of the second part, witnesseth:

Whereas the State of Iowa did, by an act of the general assembly of said State, approved 14th July, 1856, accept the grant which was made by the United States to the State of Iowa, by an act of Congress of the United States, approved 15th May, 1856, of certain lands of the United States to aid in the construction of railroads in the State of Iowa, and by said act of 14th of July, 1856, dispose of, grant, and convey to and upon the Dubuque and Pacific Railroad Company so much of the lands, interest, rights, powers, and privileges as were or might be granted in pursuance of the act of Congress aforesaid, to aid in the construction of a railroad from the city of Dubuque to a point on the Missouri river, at or near Sioux City, with a branch from the mouth of the Tete des Morts to the nearest point on said road, to be completed as soon as the main line is completed to that point; and which said grant was accepted by the Dubuque and Pacific Railroad Company.

And whereas, by an act of the general assembly of said State, approved 28th January, 1857, supplemental to said act of 14th July, 1856, the Dubuque and Pacific Railroad Company were authorized and empowered to make such disposition of the lands granted as aforesaid, by mortgage or deed of trust, as might be deemed proper, for the purpose of securing any amount of construction bonds necessary for the

completion of said railroad from the city of Dubuque to the Missouri river, and said Tete des Morts branch, provided that the moneys realized from the sale of said lands should be applied exclusively to the construction and equipment of said railroad and branch.

And whereas, said act of 28th January, 1857, provided that any such mortgage or deed of trust should bind and be a valid lien upon all the property mentioned in such mortgage or deed of trust, including rolling stock, and that the purchaser under a trustee's sale or foreclosure of mortgage should have and enjoy all the rights of a purchaser on execution sale.

Now, in consideration of the premises above recited, and fully to comply with the requisitions of the said acts of the general assembly of the State of Iowa, and in consideration of the sum of one dollar paid by said Abram S. Hewitt, Thomas E. Walker, Frederick Schuchardt, and Curtis B. Raymond, to the Dubuque and Pacific Railroad Company, the receipt whereof is hereby acknowledged, the Dubuque and Pacific Railroad Company, party of the first part, has granted, bargained, sold, conveyed, and confirmed, and by these presents doth grant, bargain, sell, convey, and confirm to said party of the second part, and to their successors, all and singular, the roadway, stations, depot lands, and other lands appurtenant to said railroad, now owned or hereafter to be acquired by said party of the first part, constituting or belonging to the railroad of said first party, extending from the city of Dubuque, in the State of Iowa, to a point on the Missouri river at or near Sioux City, in the said State, with a branch from the Tete des Morts to the nearest point on said road, together with all the locomotives, cars, buildings, machinery, tools, or implements whatever, belonging or appurtenant to said railroad, and all the franchises, rights, or privileges belonging to said company, or in any way pertaining or appurtenant to said railroad, now existing or hereafter to be acquired.

Also, all right, title, interest, claim, or demand which said party of the first party now has, or hereafter shall acquire, in or to all public lands of the United States, granted by act of Congress approved 15th May, 1856, to the State of Iowa, and by the general assembly of said State of Iowa by act approved 14th July, 1856, granted to the Dubuque and Pacific Railroad Company; subject, however, to the terms and conditions of said act of Congress and acts of the general assembly of the State of Iowa; with all the estate, right, title, and interest, property, possession, claim, or demand whatever, at law or in equity, of said party of the first part, in and to the same, and each and every part and parcel thereof; excepting, saving, and reserving to the party of the first part all lands now owned or hereafter acquired by it, not included in said grant of public land from the United States, and and which may not be necessary for the uses and purposes of said railroad, and the depots and right of way thereof.

To have and to hold, all and singular, the lands and premises hereby granted or intended so to be, and each and every part and parcel thereof, with the appurtenances thereunto belonging, unto said party of the second part, their survivors or survivor, and their successors, for



the uses and purposes, and upon the trusts, terms, and conditions in this indenture set forth and declared.

This indenture further witnesseth, that the party of the first part, for the purpose of raising funds from time to time, for the construction and completion of said railroad and branch, with its equipment, and the payment of the necessary expenditures for that purpose, propose to execute and deliver to the party of the second part, its construction bonds or obligations, in pursuance of the propositions of said act of 28th January, 1857, and thereby to become indebted to various persons, bodies politic or corporate, who shall become holders of the said construction bonds or obligations in the sum of twelve million dollars, lawful money of the United States, namely, twelve thousand bonds for the sum of one thousand dollars each, with the right and privilege reserved to said company to execute, issue, and deliver hereafter, in case it shall become necessary, in order to secure the completion and proper equipment of said road, three millions more of construction bonds.

This indenture is made for the further purpose of insuring to the party of the second part, not only all the title that said railroad company now has, but all the title which may hereafter be acquired, or which may be perfected or certified to said company.

And it is expressly agreed and understood that said party of the first part will, from time to time, execute such other and further instruments, deeds, and covenants, from time to time, as said party of the second part, or their counsel learned in the law, may deem necessary and proper, for the purpose of making a good and sufficient title to said lands, and of securing the payment of said construction bonds and the interest thereon.

And said party of the first part hereby covenants and agrees to forever warrant and defend the title of said lands to the parties of the second part, their successors and assigns, against the lawful claims and demands of all persons whomsoever. Also, that the said lands are free from all incumbrance, done or suffered by the party of the first part, except the mortgage before recited, executed to the party of the second part on the 14th day of March last, for the purpose of securing the identical construction bonds herein mentioned; that said party of the first part now has all the title and right which was granted by Congress to the State of Iowa, and by said State to the party of the first part.

The said party of the first part further covenants and agrees with the party of the second part to use all lawful and just means in its power to manage said railroad and the affairs thereof in such a manner as will be the best calculated to secure the payment of said construction bonds and the interest warrants; and that said party of the first part will use its best endeavors to coöperate with the trustees in expending the money arising from the sale of construction bonds to the sole and exclusive purpose of constructing and equipping said road and branch according to the true construction of the act of Congress and the several acts of the general assembly of the State of Iowa relating to said land grants.

And said party of the first part further covenants and represents that said party has full and ample power and lawful authority, accord-

ing to legal usage in the State of Iowa and the United States, to make, execute, and deliver this deed and said mortgage, heretofore executed on the 14th day of March last, for the purpose of securing said construction bonds; and that, according to said laws and usage, all subsequent rights which may be perfected to said lands will enure, by estoppel, to the sole use and benefit of the party of the second part; that this right and lawful authority exist by express legislation as well as by usage and legal construction, as may be seen by reference to the several acts of the general assembly of the State of Iowa in this respect made and provided.

And said party of the first part further covenants and represents that all the laws, usages, and acts of the general assembly, made and provided, or bearing any relation to this subject, shall be considered a part and parcel of this contract and deed, the same as though such laws and usages were herein set forth at large. And further, that it is a well settled principle of law in the United States of America and the State of Iowa, that such laws and usages do enter into and become a part of the contract, without reciting or referring to the same; and that no subsequent legislature can pass any act that will abrogate, repeal, or impair the rights of the party of the second part.

The said party of the first part hereby declares that this deed of trust and said mortgage, heretofore executed on the 14th day of March, A. D. 1857, to the party of the second part, shall both stand together and be considered as parts of the same transaction for the purpose of effectually securing the payment of said construction bonds and the interest thereon, and that both of said instruments shall be liberally construed, so as to give the most ample and complete security to the party of the second part, that by law or usage can be conferred upon trustees or mortgagees, or either; for such is the true intent and meaning of the party of the first part in the execution and delivery of said mortgage deed and these presents. In faith of which, said party of the first part has caused these presents to be signed by its president and attested by the secretary, with the seal of said corporation hereto affixed, at the office of the company, in the city of Dubuque, in the State of Iowa and United States of America, this 9th day of June, A. D. 1857.

[L. S.]

J. P. FARLEY, *President.*  
H. P. LEECH, *Secretary.*

STATE OF IOWA, *Dubuque County, ss:*

Be it remembered, that on this 9th day of June, 1857, before me, James M. McKinlay, a notary public of Iowa, in and for said county, in person came Jesse P. Farley and Hiram P. Leech, who are personally known to me to be the identical persons whose names are affixed to the foregoing deed as the persons executing the same, and they severally acknowledged that they voluntarily executed said deed as the voluntary act and deed of the Dubuque and Pacific Railroad Company, the former as president and the latter as secretary of said company.

In witness whereof, I hereto sign my name and affix my notarial seal, the day and place aforesaid.

[L. S.]

JAMES M. MCKINLAY, *N. P.*

UNITED STATES OF AMERICA.

STATE OF IOWA.

## DUBUQUE AND PACIFIC RAILROAD COMPANY.

CAPITAL STOCK 150,000 SHARES OF \$100 EACH.

No. —.

FIVE SHARES.

*Certificate of right to subscribe for stock.*

This certifies, that at any time during the year 1862, or assigns, shall have the right to subscribe for five shares of the ultimate capital stock of the Dubuque and Pacific Railroad Company, (viz: 150,000 shares of \$100 each,) upon the payment, at the time of subscribing, an installment of seven dollars on each share so subscribed. In case the railroad of the said company shall not be open and in operation from the city of Dubuque to Sioux City, on the Missouri river, by the 1st day of October, A. D. 1862, then the holder of this certificate shall have the right to subscribe to the number of shares herein specified for and during six months after the opening of said railroad to Sioux City, and publication thereof in two newspapers in the city of New York, and one in the city of Dubuque, for the space of sixty days prior to the expiration of the said six months. After the payment of the first installment, no further assessment shall be made on the stock so subscribed before the 1st of January, 1866, except such as may be necessary to meet a deficiency of funds for the payment of interest on the construction bonds and capital stock of the said company.

The aforesaid rights to subscribe are issued by authority of resolutions of the board of directors of said company, and are transferable only on the books of said company by the said \_\_\_\_\_, or his duly authorized attorney, on surrender of this certificate.

N. B. This certificate must be surrendered at the time of subscribing for the stock aforesaid, and shall be null and void unless the right to subscribe shall be exercised within the time above limited.

In witness whereof, the said company has caused this certificate to be signed by the president and secretary, and its seal to be  
[SEAL.] affixed, in Dubuque, this 1st day of April, 1857.

\_\_\_\_\_, *President.*\_\_\_\_\_, *Secretary.*

Know all men by these presents, That \_\_\_\_\_ for value received, ha \_\_\_\_\_ bargained, sold, assigned, and transferred unto the right of subscribing for shares of the capital stock of the Dubuque and Pacific Railroad Com-

pany, now vested in                      and standing in                      name  
 on the books of said company. And                      do hereby constitute and  
 appoint                      true and lawful attorney for  
 and in                      name and stead, to sell, assign, transfer, and set over, all  
 or any part of said right, and for that purpose to make and execute all  
 necessary acts of transfer and assignment, and one or more persons to  
 substitute with like full power, hereby ratifying and confirming all  
 that                      said attorney, or                      substitute or substitutes, shall lawfully  
 do by virtue hereof.

In witness whereof,                      hereunto set                      hand and seal  
 day of                      , one thousand eight hundred and  
 fifty .

Sealed and delivered in presence of

## BY-LAWS

OF THE

## DUBUQUE AND PACIFIC RAILROAD COMPANY.

ADOPTED SEPTEMBER 1, 1853.

1. All contracts and engagements must be signed by the president, attested by the secretary, and under the seal of the company.

2. Subscriptions to the capital stock made after the 1st of October must be approved by the board before they will be valid.

3. Installments on the stock subscribed shall be called in at the rate of five per cent. per month after the contract is let, until the further order of the board.

4. All official communications received by any officer of the board of directors shall be laid before the board at its first meeting after.

ADOPTED SEPTEMBER 11, 1855.

The board of directors may appoint an executive committee, to include the president, to audit and allow claims presented against the company: *Provided*, That the said committee may, if they see proper, in any case, lay any claim before the board.

ADOPTED FEBRUARY 18, 1856.

1. It shall be the duty of the treasurer to keep a complete set of books showing the financial condition of the company.

2. To pay all demands presented to him, which shall have been duly examined and allowed by the executive committee or the board of directors.

3. To present to the board of directors a monthly statement of the

receipts and disbursements, which said statement shall be so made as to be a complete balance sheet from the books of the preceding month, and shall be accompanied by the vouchers, to be filed with the secretary.

4. The executive committee shall examine and allow, or reject, all claims presented against the company, unless they shall see proper to refer any such claims to the board of directors, when they may be allowed or rejected, and the secretary shall make a note thereof in the journal.

5. The secretary shall be the keeper of the seal of the company, shall attest all contracts and other instruments to which the seal shall be affixed by impression upon paper or parchment.

6. He shall keep a journal of the proceedings of the board of directors, shall file away and safely keep the vouchers and the reports of the treasurer.

7. He shall also file and safely keep all letters and official communications addressed to the board of directors.

8. He shall give all proper notices of the meeting of the board and of the stockholders, required by the articles or by-laws.

9. He shall also file and keep two copies of each of the notices required to be published in any newspaper, which shall be annexed to the proper affidavit of the publication of such notice.

10. And he shall perform such other duties as the board shall from time to time require.

11. All books kept by the treasurer and secretary, and all other books and papers of the company, shall be kept at the office of the company, and shall be at all times subject to the inspection of the directors.

12. The treasurer shall receive the sum of one thousand dollars per annum, payable monthly, as his salary.

13. The secretary shall receive the sum of one thousand dollars, payable monthly, for his salary: *Provided, however,* That the above salaries may be changed, at any time, by a two-third majority of the board of directors.

#### ADOPTED APRIL 9, 1856.

1. At all elections by the stockholders no share shall be entitled to a vote unless at least five per cent. has been paid on such share; or in case of a time subscription, until the subscription shall be secured by mortgage.

2. All votes of the stockholders shall be by ballot; and each ballot must, in addition to the object voted for, contain the name of the person casting the vote, and the number of shares he represents.

4. Each person holding one or more shares in his own right, shall be entitled to vote either in person or by proxy duly authorized in writing.

4. Any person who proposes to vote by proxy may be required to prove the execution of the proxy by his own oath or otherwise.

5. The president and one of the directors, or in case of the absence of the president, any two of the directors, shall constitute the election

board; they shall declare the result, which shall be entered by the secretary on the journal, and shall be conclusive.

6. The board of directors shall have the power to appoint and remove agents of the company at pleasure; such appointments and removals shall be entered on the journal. Such agents shall have such powers as may be specially delegated, and no other.

7. Agents to solicit stock subscriptions in the counties west of Dubuque shall have full power to receive any installments and to give receipts therefor, and to give and deliver certificates to subscribers on time; the printed form to be signed shall be furnished by the company.

ADOPTED APRIL 28, 1856.

1. The secretary shall be required to keep a book in which he shall record at full length all contracts made by the company.

2. He shall also keep a book in which he shall record all the proceedings to condemn land for the right of way, and other instruments by which the company acquire any right to real estate.

ADOPTED JUNE 12, 1857.

1. That now, and hereafter at the annual election, a vice-president shall be elected to act in the absence of the president.

2. Whereas this company heretofore adopted a seal which has been used by impressing the same upon paper or any substance on which any instrument may have been written or printed, now, therefore, be it enacted that all instruments to which such seal has heretofore been affixed, or to which it may hereafter be affixed by an impression on paper or parchment only shall be, and is hereby, declared legal and valid, and shall have the same force and effect as though the same had been impressed upon wax or wafer.

ADOPTED MAY 18, 1857.

1. The transfer of stock, if made in blank, shall be binding between the parties thereto, but will not be binding on the company until the blank shall be filled and the assignment entered on the books of the company, so far as to show the names of the persons by and to whom transferred, the number of the certificate, and the date of the transfer. The assignee of any such certificates may transfer his right in the same manner as the original holder, or may surrender the certificate to the company and take a new one.

2. All certificates of stock and of optional rights to subscribe for stock shall be signed by the president, attested by the secretary under the seal of the company, and, when issued at the New York office, countersigned by at least two of the trustees.

3. The transfer of certificates for optional rights may be in the same form as the transfer of stock, except that it shall not be necessary to enter any such transfer on the books of the company until the certificate shall be surrendered for the purpose of taking out stock certificates in their stead.

4. A transfer office is hereby established at the office of the company in the city of New York, under the control of the trustees, any two of whom shall countersign all certificates issued at said office. Certificates may be registered either at the office in Dubuque or in the city of New York, at the request of the holder, on first procuring an order to change the register from the office where the certificate may be registered.

ADOPTED OCTOBER 13, 1857.

In the absence of the president, the vice-president may sign obligations and other instruments of the company in his stead, and act for him in all cases.

ADOPTED DECEMBER 1, 1857.

The president and secretary may hereafter execute contracts of the company without using the corporate seal when the amount is under fifty dollars.